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February 15, 2006

VIA FACSIMILE: 212/809-0333

Ms. Stephanie Nimberg, President
Rapidpay, LLC
17 Battery Place, Ste. 1330
New York, NY 10004

RE: Civil Action No.: 6:05-CV-424; *Advanceme, Inc. V. Rapidpay, LLC*; In the United States District Court for the Eastern District of Texas, Tyler Division

Dear Ms. Nimberg:

This letter will confirm our phone conversation this date wherein you advised that Rapidpay has no objection to our withdrawing as attorney of record for your company. As we discussed, you are further advised that there are certain deadlines that must be met which are outlined in the attached motion to withdraw as well as the attached letter which I forwarded to Mr. Morrison on February 3, 2006. You should immediately have counsel substitute in to represent you or make contact with Mr. Otis Carroll of the Plaintiff's firm whose address and contact information is on the pleadings.

You are advised that my filing this motion to withdraw and the Court's ultimate decision on whether or not I am allowed to withdraw has no bearing whatsoever on the responsibility of the Defendant to meet the filings called for in the Scheduling Order and Local Rules of the United States District Court for the Eastern District of Texas.

I am taking the liberty of faxing this letter to you at this time however, I will send same via certified mail, return receipt requested as well. I would appreciate it if you would sign in the space indicated below and fax same back to our office so that we will have a record in our file of your receipt of same.

Very truly yours,

GUY N. HARRISON
Attorney at Law
GNH/cjg

Stephanie Nimberg, President
Rapidpay, LLC

Enclosure(s)